

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re: W.R. GRACE & CO., <i>et al.</i>, Debtors.	§ § § § § §	Chapter 11 Jointly Administered Case No. 01-01139 (KJC)
---	--	--

**FEE AUDITOR’S FINAL REPORT REGARDING FINAL FEE
APPLICATION OF R. KARL HILL, SEITZ, VAN OGTROP & GREEN, P.A.,
LOCAL COUNSEL TO JUDGE ALEXANDER M. SANDERS, JR.,
THE LEGAL REPRESENTATIVE FOR FUTURE ASBESTOS-RELATED
PROPERTY DAMAGE CLAIMANTS AND HOLDERS OF DEMANDS**

This is the final report of Warren H. Smith & Associates, P.C., acting in its capacity as fee auditor in the above-captioned bankruptcy proceedings, regarding the Final Fee Application of R. Karl Hill, Seitz, Van Ogtrop & Green, P.A., Local Counsel to Judge Alexander M. Sanders, Jr., the Legal Representative for Future Asbestos-Related Property Damage Claimants and Holders of Demands (the “Application”).

BACKGROUND

1. R. Karl Hill, Seitz, Van Ogtrop & Green, P.A. (“Mr. Hill”), was retained as local counsel to the Honorable Alexander M. Sanders, Jr., the Legal Representative for Future Asbestos-Related Property Damage Claimants. In the Application, Mr. Hill seeks final approval of fees

totaling \$14,917.50¹ and expenses totaling \$44.80² for his services from September 29, 2008 through February 4, 2014 (the "Final Application Period").

2. In conducting this audit and reaching the conclusions and recommendations contained herein, we reviewed in detail the Application in its entirety, including each of the time and expense entries included in the exhibits to the Application, for compliance with 11 U.S.C. § 330, Local Rule 2016-2 of the Local Rules of the United States Bankruptcy Court for the District of Delaware, Amended Effective February 1, 2014, and the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. §330, Issued January 30, 1996 (the "U.S. Trustee Guidelines"), as well as for consistency with precedent established in the United States Bankruptcy Court for the District of Delaware, the United States District Court for the District of Delaware, and the Third Circuit Court of Appeals. We have no issues with, or objections to, the Application, and thus we did not send an initial report to Mr. Hill.

DISCUSSION

Prior Interim Applications

3. We note that we previously filed the following final reports for Mr. Hill's prior interim applications, which final reports we incorporate by reference herein, and we also note the

¹We note that the total of the fees requested in Mr. Hill's three prior fee applications is \$14,962.50. It does not appear that Mr. Hill has deducted from this amount all of the reductions ordered by the Court for the prior periods, which periods are discussed in more detail in paragraph 3, to arrive at the figure he seeks of \$14,917.50. We note that the Court has ruled on the First through Fifty-First Interim Periods, but no ruling has been made on the Fifty-Second Interim Period.

²We note that the total of the expenses requested in Mr. Hill's three prior fee applications is \$44.80. The Court ordered no reductions for the prior periods, which periods are discussed in more detail in paragraph 3, and thus Mr. Hill has deducted no sums from this amount to arrive at the figure he seeks of \$44.80. We note that the Court has ruled on the First through Fifty-First Interim Periods, but no ruling has been made on the Fifty-Second Interim Period.

following orders that ruled on Mr. Hill's prior interim fee applications:

31st - 40th Period: Fee Auditor's Final Report Regarding First Quarterly Fee Application of R. Karl Hill, Seitz, Van Ogtrop, & Green, P.A. for the Period from September 29, 2008 through March 31, 2001 (Docket #27190), filed on or about June 30, 2011, in which we recommended approval of fees totaling \$4,755.00 and expenses totaling \$4.80, reflecting our recommended reduction of \$600.00 in fees, as further explained in paragraph 4 of that final report. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Fortieth Period, dated September 20, 2011 (Docket #27622).

41st Period: Fee Auditor's Amended Combined Final Report Regarding Those Fee Applications with *De Minimis* or No Fee or Expense Issues for the Forty-First Interim Period (Docket #28070), filed on or about December 2, 2011, in which we recommended approval of fees totaling \$9,360.00 and expenses totaling \$40.00, reflecting our recommended reduction of \$45.00 in fees, as further explained in footnote 11 of that final report. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Forty-First Period, dated December 14, 2011 (Docket #28150).

46th Period: Fee Auditor's Combined Final Report Regarding Those Fee Applications with *De Minimis* or No Fee or Expense Issues for the Forty-Sixth Interim Period (Docket #30382), filed on or about March 7, 2013, in which we recommended approval of fees totaling \$202.50. This recommendation was

adopted in the Order Approving Quarterly Fee Applications for the Forty-Sixth Period, dated March 27, 2013 (Docket #30440).

4. We have reviewed the final reports and orders allowing fees and expenses for the prior interim periods, and we do not believe there is any reason to change any of the amounts awarded for the prior interim periods.

CONCLUSION

5. Thus, we recommend final approval of \$14,317.50 in fees (\$14,917.50³ minus \$600.00)⁴ and \$44.80⁵ in expenses for Mr. Hill's services for the Final Application Period.

³We note that the total of the fees requested in Mr. Hill's three prior fee applications is \$14,962.50. It does not appear that Mr. Hill has deducted from this amount all of the reductions ordered by the Court for the prior periods, which periods are discussed in more detail in paragraph 3, to arrive at the figure he seeks of \$14,917.50. We note that the Court has ruled on the First through Fifty-First Interim Periods, but no ruling has been made on the Fifty-Second Interim Period.

⁴This is the amount of the Court-approved reduction for the Thirty-First through Fortieth Interim Periods, not previously deducted by Mr. Hill. *See* paragraph 3.

⁵We note that the total of the expenses requested in Mr. Hill's three prior fee applications is \$44.80. The Court ordered no reductions for the prior periods, which periods are discussed in more detail in paragraph 3, and thus Mr. Hill has deducted no sums from this amount to arrive at the figure he seeks of \$44.80. We note that the Court has ruled on the First through Fifty-First Interim Periods, but no ruling has been made on the Fifty-Second Interim Period.

Respectfully submitted,

WARREN H. SMITH & ASSOCIATES, P.C.



By: _____

Warren H. Smith

Texas State Bar No. 18757050

2235 Ridge Road, Suite 105

Rockwall, Texas 75087

214-698-3868

214-722-0081 (fax)

whsmith@whsmithlaw.com

FEE AUDITOR

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing document has been served by First Class United States mail to the attached service list on this 23rd day of July, 2014.



Warren H. Smith

SERVICE LIST

Notice Parties

Applicant's Counsel

Alan B. Rich
Attorney at Law
4244 Renaissance Tower
1201 Elm Street
Dallas, TX 75270

The Debtors

Richard Finke
Assistant General Counsel
W.R. Grace & Co.
7500 Grace Drive
Columbia, MD 21044

United States Trustee

Richard Schepacarter
Office of the United States Trustee
844 King Street, Lockbox 35, Room 2207
Wilmington, DE 19801

Counsel for the Debtors

John Donley
Adam Paul
Kirkland & Ellis LLP
300 North LaSalle Street
Chicago, IL 60654

Laura Davis Jones, Esq.
James E. O'Neill
Pachulski Stang Ziehl & Jones LLP
919 North Market Street, 17th Floor
P.O. Box 8705
Wilmington, DE 19899-8705

Counsel to the Official Committee of Unsecured Creditors

Denise Wildes
Stroock & Stroock & Lavan
180 Maiden Lane
New York, NY 10038-4982

Michael R. Lastowski
Duane Morris LLP
222 Delaware Avenue, Suite 1600
Wilmington, DE 19801

Counsel to the Official Committee of Property Damage Claimants

Scott L. Baena
Jay Sakalo
Bilzin, Sumberg, Baena, Price & Axelrod
1450 Brickell Avenue, Suite 2300
Miami, FL 33131

Michael B. Joseph
Theodore J. Tacconelli
Lisa Coggins
Ferry & Joseph, P.A.
824 Market Street, Suite 904
Wilmington, DE 19801

Counsel to the Official Committee of Personal Injury Claimants

Elihu Inselbuch
Rita Tobin
Caplin & Drysdale
600 Lexington Avenue, 21st Floor
New York, NY 10022-6000

Marla R. Eskin
Mark Hurford
Kathleen Campbell Davis
Campbell & Levine, LLC
222 Delaware Avenue, Suite 1620
Wilmington, DE 19801

Counsel to the Official Committee of Equity Holders

Philip Bentley
David E. Blabey, Jr.
Kramer Levin Naftalis & Frankel
1177 Avenue of the Americas
New York, NY 10036

Teresa K.D. Currier
Saul Ewing LLP
222 Delaware Avenue
P.O. Box 1266
Wilmington, DE 19899